



**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE EBU LIMITED
AT BAKER TILLY, 2 BLOOMSBURY STREET, LONDON WC1B 3ST
ON WEDNESDAY 28th MARCH 2012 COMMENCING AT 1.00PM**

Present; Sally Bugden (Chairman) (SB)
Andrew Petrie (Vice Chairman) (AP)
Michael Hill (Treasurer) (MH)
Jerry Cope (JC)
Heather Dhondy (HD)
Jeremy Dhondy (JD)
Val Gibson (Note Taker) (VG)
Graham Jepson (GJ)
Malcolm Oliver (MO)
Ian Payn (IP)
Barry Capal (General Manager) (BC)

1. Apologies for Absence

None

2. Minutes of Last Meeting

2.1 Accuracy;

Para 9. VG confirmed that the minute reflected accurately the proposition that had been received by the National Club Committee (NCC).

2.2 Matters Arising;

BBO update

BC reported the views of a small group set up to further consider the BBO approach to EBU for online events. In principle the group supported the proposition with the following issues requiring further work;

- a) It was agreed to discuss potential timing conflicts of online games with the NCC at its May meeting. It was also agreed that the ACBL experience would be shared with the representatives at that meeting. **Action SB**
- b) The jurisdiction of the EBU on ethical matters needed to be fully understood. SB would discuss with the ACBL to understand their role **Action SB**
- c) The Board asked BC to re-convene the working group and agreed to discuss further at the Board Strategy Day in June.

Action: BC

EBU archive

JD reported that;

- a) He has made contact with three likely sources of archive material and has a further contact to make;
- b) The IT Department at Aylesbury are updating the web site with information already known;
- c) He will say something at the County Chairmen's meeting and is planning an article for English Bridge inviting members to send archive sources to him;

- d) He will establish sources at Aylesbury;
- e) No funding is required for the project at this point in time but it will be kept under review.

BGB

Running of the Silver Plate is now with the EBU and the first round draw has taken place. The BGB meeting at the end of April will consider the tender bids for the running of the Gold Cup. The SBU and WBU are taking part in the British Simultaneous Pairs which replaces the BGB simultaneous pairs.

2.3 Review of Action List

All outstanding actions featured on the agenda.

3. Financial Matters

3.1 Treasurers Report

The Treasurer presented a report for the ten months ending 31 January 2012, a re-forecast for 2011/12 and a Budget for 2012/13 for approval.

3.2 Forecast 2011/12

A formal reforecast predicts an outcome of a surplus of £49,500, an improvement against budget of £109,600. The major contributors to this were subscriptions (£30,000, more than one third of which came from a normal December unlike the weather damaged one in 2010), student training (£20,000, mainly from higher income), English Bridge (advertising income up £18,000 and costs down £11,000) and membership services (£14,000, mainly from lower depreciation and the deferment of professional fees for charity conversion). There were smaller contributions to the improved forecast in most Departments, mainly from cost savings. The reduced net competition income comes mainly from "the already reported problems at Brighton and the lower than expected attendance at the Autumn Simultaneous pairs where there are no offsetting cost savings.

3.3 Budget 2012/13

The surplus forecast for 2011/12 puts the organisation in a better position to manage finances in 2012/13. It is likely to be the year in which one off costs of converting to a charity are incurred and is also the high cost year in the international cycle. Pressures on the UK economy may mean that any further recovery in *English Bridge* advertising revenue is slow, as is growth in student training. The following points were covered in discussion;

- a) JD asked what the £6.5k budget for seniors in Schedule 5 covered. It was explained that this was entry fees and uniforms for the European Championships.
- b) JD asked what the £9.8k in Schedule 8 for promotional materials covered, MH informed him it was the cost of pens and other rewards associated with Master Point awards.
- c) JC stated that costs in 2012/13 exceeded forecast cost for 2011/12 by £220k. MH explained that there were some very clear reasons for this including the one of costs of charity conversion, the costs of running the simultaneous pairs and the high cost year in the international cycle. Income also increased in 2012/13 including for membership and the simultaneous pairs. It was agreed that this information needed to be presented to shareholders with a commentary which made the position very clear. MH will send the draft documents for the next shareholder meeting to the Board.
- d) SB raised stated that the term "joint ventures" should be replaced with an appropriate description for licence income for county green point events.
- e) MO reminded the Board that the increased turnover from the Bridge Shop as a result of on-line ordering was estimated and would need to be kept under review.

The Board approved the Budget for 2012/13.

4. VAT update

The next VAT return was due in May. SB and BC had canvassed other European organisations at the officers' seminar in Budapest and established that nobody they had spoken to pays VAT on tournament entries.

5. Charity update

AP reported that changes from the Board workshop had been incorporated into the application. Jim Clifford from Baker Tilly had also provided helpful comments on public benefit which had mostly been included. AP, SB and MH had considered the projected finances of Bridge England and had concluded that licence fees should be included in the Bridge England income. Any surplus from Bridge England could be gift aided back to the Charity.

6. Broadfields update

After a visit to the Clare Foundation premises and the gathering of more detailed information the case supporting a move from Broadfields to the Clare Foundation had been re-worked. This was not as compelling as the position considered by the Board in January. The Board agreed that a move to the Clare Foundation would not take place and that BC should investigate how to upgrade Broadfields to make it appropriate for our staff needs.

Action: BC

7. National Grading Scheme

SB congratulated and thanked everyone involved in the successful design and launch of the NGS. The Board reported that feedback was very positive and that a great deal of interest in the NGS had been generated amongst players. It was hoped that the NGS would result in people playing more bridge in our affiliated clubs to improve their grades. There were still some minor glitches to be ironed out and a plan to include teams/imps was being worked on.

Action: BC

8. Tournament Directors Development Group

On behalf of the Tournament Directors Development Group HD presented for approval a TD code of conduct and an accompanying letter to all TDs. The Board asked that the code of conduct include non tolerance of discriminatory behaviour. With that amendment the Board welcomed the code and agreed it. HD was asked to obtain an acknowledgment from each TD that they had received it.

Action: HD

9. County Constitutions

Oxfordshire and Merseyside/Cheshire had provided constitutions for approval by the Board. These would be dealt with via email correspondence. The Board confirmed that Counties could only count those members with primary allegiance for the purposes of establishing their membership for shareholder votes. SB shared with the Board the responses to questions on county disciplinary processes which had been raised following her letter to counties on 15 December 2011.

A letter had been received from Warwickshire about a player being asked to pay an extra subscription to a county to play in its events. The Board had considered the issue in January and concluded that the county involved, Leicestershire, was acting in line with the EBU and Leicestershire Constitutions, although it may prove problematic if challenged. Warwickshire disagreed with that interpretation. The Board reconsidered the issue. The Board wanted to encourage members to play in tournaments, including those outside their own county. It could therefore understand the point of view expressed by Warwickshire but Leicestershire was acting within its own constitution and was entitled to do so. It was agreed to put the issue on the agenda of the next shareholder meeting for a further discussion. It was also agreed that an article should go in the first available Club Focus re-iterating P2P guidelines on individual members, club membership and County affiliation.

10. 1991 Educational Trust for British Bridge

JD outlined the work and governance of this trust. The representation on the Board of Trustees from the EBU is John Williams, although there had been no EBU input into his appointment. The Board were keen to understand more about the work of the trust. It was agreed that SB would write to John Williams thanking him very much for the work he had done with the trust to date and asking him to provide minutes and accounts of the trust to the EBU and report in to the EBU Board in writing annually. The EBU had been assured by the current Chairman of the Trust, Sandra Landy, that the Board would be consulted on the next occasion of a trustee vacancy. It was agreed by all, that furthering and facilitating youth bridge was an area of mutual interest and importance.

Action: JD/SB

11. General Managers Report

BC reported that there had been a lot of interest in the advertised vacancy for a Club Liaison Officer. The quality of candidates appeared high. It would be important to select an individual who understood how the EBU, counties and bridge clubs worked and could relate to their committees.

12. Committee Reports

12.1 Minutes of Editorial Board Meeting 9th February 2012

The new Brighton events, registration as a charity and charity activities to increase participation in bridge for young people will appear in the June issue.

12.2 Minutes of Tournament Committee meeting 7 March 2012

Proposed changes to the Brighton Congress were agreed. IP reported that the Swiss Pairs for the Harold Poster cup would be stratified. SB congratulated the Committee for the improved numbers at the Ranked Masters Pairs and the Portland Pairs. Positive feedback on the earlier start time for the Portland Pairs had been received too.

12.3 Minutes of Selection Committee Meeting 18 January 2012

Dawn Mertens had replaced Sandra Claridge as secretary. Sandra was thanked for her work on this committee.

13 EBL/WBF Matters

13.1 Officers seminar in Budapest

SB reported that the Officers Seminar held in Budapest February 2012 had been well worth attending. Useful information had been exchanged about a number of topics. On behalf of the EBU the following points had been made;

- procedures for drug testing are made available to players so they know what to expect if they are chosen to take part. This was accepted.
- The EBL should restrict attendance of officials at European Congresses to avoid the perception of unnecessary expenditure.
- The president of the WBF was questioned on the funding, purpose and communications around IMSA. It is now known that the World Mind Sports will take place in Lille this year, though at the same time as the Brighton Congress.
- BC had demonstrated the use of IT in the EBU.

14. Any Other Business

AP reported that a governance framework was required for charity registration. He will write to the Board with a draft framework and invite comments.